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RECORDATION NO. 21781-A **FILED**

FEB 23 '07 -12 30 PM

SURFACE TRANSPORTATION BOARD

February 23, 2007

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Expiration of Railcar Lease, dated as of February 23, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Railcar Lease previously filed with the Board under Recordation Number 21781.

The name and address of the party to the enclosed document are:

Lessor: CIT Group/Equipment Financing Inc  
1211 Avenue of the Americas  
New York NY 10036

[Lessee: Kansas City Southern Railway Company  
114 West 11th Street  
Kansas City MO 64105-1804]

Mr. Vernon A. Williams  
February 23, 2007  
Page 2

A description of the railroad equipment covered by the enclosed document is:

99 covered hopper railcars: KCS 315400 – KCS 315499 (excluding KCS 315488).

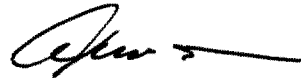
A short summary of the document to appear in the index is:

Memorandum of Expiration of Railcar Lease.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', followed by a horizontal flourish line.

Robert W. Alvord

RWA/sem  
Enclosures

FEB 23 '07

-12:00 PM

## MEMORANDUM OF EXPIRATION OF RAILCAR LEASE SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF EXPIRATION OF RAILCAR LEASE, dated as of this 23 day of February, 2007, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 11 West 42nd St., New York, NY 10017 (the "Lessor").

## KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and The Kansas City Southern Railway Company, a Missouri corporation, entered into that certain Master Railcar Lease (the "Lease"), dated as of October 26, 1998, and a Schedule No. 02 thereto, also dated as of October 28, 1998, covering the equipment listed on Schedule A hereto (the "Equipment"); and

WHEREAS, a Memorandum of Railcar Lease was filed with the Surface Transportation Board on November 17, 1998, and given recordation mark 21781 with respect to the Lease and the Equipment; and

WHEREAS, the Lessor wishes to show for the public record the expiry of the aforesaid Schedule as of October 1, 2002, and accordingly the Lessor has caused this memorandum to be executed by its duly authorized officer, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby confirms the expiration of the lease of the Equipment to Lessee in accordance with the terms and conditions of the Lease.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: [Signature]  
Name: Mr. Roy Gosse  
Title: VICE PRESIDENT

**SCHEDULE A**

**DESCRIPTION OF RAILCARS**


<u>Quantity</u>	<u>Equipment Description</u>	<u>Reporting Marks and Numbers</u>
99	4750 c.f. capacity covered hopper railcars	KCS 315400 through KCS 315499, excluding KCS 315488

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: \_\_\_\_\_

2/23/07



\_\_\_\_\_  
Robert W. Alvord